

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): ABILENE SMSA LIMITED PARTNERSHIP			3) Applicant TIN: [REDACTED]

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business? :	4c) TIN:	4d) Percent of Interest Held:
N/A	1 MAY 16 2001		
	1 MAY 16 2001		

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: Kellye	MI: E.	Last Name: Abernathy	suffix:
Title: Assistant Vice President-Regulatory			
Signature: <i>K Abernathy</i>			Date: 5-9-01
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)). AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services  
Schedule for Disclosable Interest Holders

Approved by OMB  
3060 -0799  
See instructions for  
public burden estimate

**Disclosable Interest Holder Information** (complete as many **as** required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holders Name (if entity): SBC COMMUNICATIONS INC.			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address: ATTN: Wayne Watts, 175 East Houston, San Antonio, Texas 78205				
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: Approx. 42.60
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O-OTHER (VOTING)			9) Disclosable Interest Holders Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The General Partner in Abilene SMSA Limited Partnership, Southwestern Bell Wireless, LLC, which wholly owns SWBW B-Band Development, LLC. a Limited Partner, is wholly owned by Southwestern Bell Mobile Systems, LLC. which is wholly owned by SBC Wireless, LLC, which is wholly owned by Cingular Wireless LLC. See Exhibit 1.				


**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Exhibit 2			

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**Disclosable** Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	suffix:
4) Disclosable Interest Holders Name (if entity): <b>BellSouth Corporation</b>		5) Disclosable Interest Holders TIN: 	
4) Disclosable Interest Holders Address: <b>Attn: Charles Featherstun , 1155 Peachtree Street, N.E., Atlanta, GA 30309</b>			
5) Type of Interest in Applicant ( 1 ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: Approx. 28.40	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): O-OTHER (VOTING)		9) Disclosable Interest Holders Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): See Exhibit 1			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Exhibit 2			

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services  
Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): Alamo Cellular, Inc.			3) Disclosable Interest Holders TIN: [REDACTED]	
4) Disclosable Interest Holders Address: 1722 Broadway, Lubbock, Texas 79401				
5) Type of Interest in Applicant ( D ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 29.00	
8) Disclosable Interest Holder Type of Ownership (refer to instructions for list): L			9) Disclosable Interest Holders Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): N/A				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
This disclosable interest holder is not controlled by Applicant, thus Applicant does not have knowledge of all interests held by this entity.			

SBC Communications Inc. ("SBC"), through various wholly owned subsidiaries, indirectly holds approximately 60 percent of Cingular Wireless LLC ("Cingular"). **BellSouth** Corporation ("**BellSouth**"), through various wholly owned subsidiaries, indirectly holds approximately 40 percent of Cingular. Cingular Wireless Corporation, which is owned and controlled-equally by SBC and **BellSouth**, ~~indirectly~~ **directly** holds less than one percent of Cingular.

SBC holds its indirect interests in Cingular and Cingular Wireless Corporation through SBC Alloy Holdings, Inc. SBC Alloy Holdings, Inc. is jointly owned by nine wholly owned subsidiaries of SBC: Southern New England Telecommunications Corporation ("SNET"); The **Woodbury** Telephone Company ("Woodbury"); Pacific Telesis Group ("PTG"); New Southwestern Bell Mobile Systems, Inc. ("New SBMS"); New SBC Wireless, Inc. ("New SBCW"); AWACS, Inc.; Associated Communications Corporation ("Associated"); Radiofone Holdings, Inc. ("Radiofone"); and Ameritech Corporation ("Ameritech"). SBC directly owns SNET, PTG, New SBCW, and Ameritech. SNET directly owns Woodbury. New SBCW owns 80% and PTG owns 20% of New SBMS. New SBCW also owns Associated and Radiofone in addition to Delaware Valley Cellular Corporation, which directly owns AWACS, Inc.

**BellSouth** holds its indirect interests in Cingular through five (5) wholly owned subsidiaries: **BellSouth** Cellular Corp.; **BellSouth** Mobile Data, Inc.; RAM Broadcasting Corporation; **AB** Cellular Holding, LLC; and Wireless Telecommunications Investment Company LLC. **BellSouth** directly owns RAM Broadcasting Corporation and **BellSouth** Enterprises, Inc. **BellSouth** Enterprises, Inc. directly owns **BellSouth** Mobile Data, Inc. and **BellSouth** Mobile Systems, Inc. **BellSouth** Mobile Systems, Inc. directly owns **BellSouth** Cellular Corp. **BellSouth** Cellular Corp. directly owns BSCC of Houston, LLC and **BellSouth** Mobile Data, Inc. SBC Alloy Holdings, Inc. and **BellSouth** equally own and control Cingular Wireless Corporation. Therefore, although the economic interests in Cingular Wireless LLC are divided approximately 60/40 between SBC subsidiaries and **BellSouth** subsidiaries, control is equally shared.

For further information, reference the FCC Forms 602 for Cingular Wireless LLC, SBC, and **BellSouth** on file with the Commission.

Reference the FCC Forms 602 for SBC Communications Inc. and **BellSouth** Corporation on file with the Commission.